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ARTICLES OF AMENDMENT 299675

___ PROFIT X NONPROFIT

The undersigned corporation, pursuant to Section 79-4-10.06 (if a profit corporation) or Section 79-11-305 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby executes the following document and sets forth:

1. The name of the corporation is MISSISSIPPI AFL-CIO LABOR/CETA COORDINATION PROGRAM, INC.

2. Set forth the text of each amendment adopted:

FIRST AMENDMENT: New Name - MISSISSIPPI FOUNDATION OF LABOR, INC.
SECOND AMENDMENT: New Address - 760 North West Street, Jackson, Mississippi 39202
THIRD AMENDMENT: Agent for Process - A. M. FOWLER, 760 North West Street, Jackson, MS 39202
FOURTH AMENDMENT: President - A. M. FOWLER
Secretary/Treasurer - GEORGE POWELL

3. The amendment was adopted on October 8, 1993 by the successors to the incorporators without member action and member action was not required.

4. If the amendment was approved by the members: Not applicable.

(a) The designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on the amendment, and number of votes of each class indisputably represented at the meeting was:

<u>Designation</u>	<u>No. memberships outstanding</u>	<u>No. of votes entitled to be cast</u>
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(b) Either

(i) the total number of votes cast for and against the amendment by each class entitled to vote separately on the amendment was:

<u>Voting class</u>	<u>Total no. of votes cast FOR the amendment</u>
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or (ii) the total number of undisputed votes cast for the amendment

<u>Voting group</u>	<u>Total no. of undisputed votes cast FOR the amendment</u>
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No. of votes
indisputably represented

Amount Received:
\$50.00

10-12-93

Total no. of votes cast
AGAINST the amendment

2

Secretary/Treasurer to
State of Mississippi

and the number cast for the amendment by each class was sufficient for approval by that voting group.

MISSISSIPPI AFL-CIO LABOR/CETA COORDINATION PROGRAM, INC.

BY: A. M. Fowler
A. M. FOWLER, PRESIDENT

KEYES & MOSS
ATTORNEYS AT LAW
SUITE 200, 213 SOUTH LAMAR STREET
POST OFFICE BOX 2245
JACKSON, MISSISSIPPI 39215-2845

BILLY W. KEYES
JOE B. MOSS

(601) 944-3800
FAX: (601) 353-0925

October 12, 1993

Secretary of State
Jackson, Mississippi


Dear Sir/Madam:

Enclosed herewith please find duplicate originals of the amendment to the MISSISSIPPI AFL-CIO LABOR/CETA COORDINATION PROGRAM, INC. changing the name to MISSISSIPPI FEDERATION OF LABOR, INC. Also enclosed is a check in the amount of \$75.00 for the filing fee.

With kindest regards, I am

Very truly yours,

KEYES & MOSS



Billy W. Keyes

BWK:db
Enclosures